

**KELLEY DRYE & WARREN LLP**

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**APR 27 2005**

**Federal Communications Commission  
Office of Secretary**

**BY HAND DELIVERY**

Marlene H. Dortch, Secretary  
Federal Communications Commission  
The Portals  
445 12th Street, S.W.  
Washington, DC 20554

**Attention: Wireline Competition Bureau**

Re: In the Matter of KMC Telecom LLC, KMC Telecom II LLC, KMC  
Telecom III LLC, KMC Telecom of Virginia, Inc., Transferor, and  
CenturyTel Acquisition LLC, Transferee, Application for Domestic  
Section 214 Transfer of Control – **WC Docket No. 05-158**

Dear Ms. Dortch:

Per Staff request, KMC Telecom LLC ("KMC I"), KMC Telecom II LLC ("KMC II"), KMC Telecom III LLC ("KMC III") and KMC Telecom of Virginia, Inc. ("KMC of Virginia") (collectively, "KMC" or "Transferors") hereby supplement the above-referenced Application with the following requested information. Specifically, KMC provides supplemental information in response to Section 63.04(a)(4). As noted in the Application, each of the Transferors is a wholly-owned subsidiary of KMC Telecom Holdings, Inc. ("KMC Holdings"), 1545 Route 206, Suite 300, Bedminster, New Jersey 07921, a privately held Delaware corporation that functions as a holding company for KMC's telecommunications operations. Currently, the following persons or entities directly or indirectly own 10% or greater of the equity of KMC Holdings:

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- (1) Name: Mr. Harold Kamine  
Address: 1545 Route 206, Suite 300, Bedminster, NJ 07921  
Citizenship: US  
Principal Business: Chairman and Founder of KMC Telecom, Inc.  
Percent Ownership: 17%
  
- (2) Name: General Electric Capital Corporation ("GECC")  
Address: 260 Long Ridge Road, Stamford, CT 06929  
Citizenship: US – Delaware corporation  
Principal Business: Investments  
Percent Ownership: 14%

GECC, a corporation ultimately owned by General Electric Company, is a diversified company with five key operating segments: consumer financial services, equipment management services, commercial and vendor financial services, specialized financing services and specialty insurance. The voting ownership of GECC in KMC Holdings includes, in addition to GECC, the following affiliates under common control: GE Capital CFE, Inc., Copper Beech Holdings, LLC, LT Holdco II LLC and Repulse Bay Capital, LLC.

- (3) Name: Nassau Capital Partners, LP ("Nassau")  
Address: 22 Chamber Street, Princeton, NJ 08542  
Citizenship: US – Delaware limited partnership  
Principal Business: Investments  
Percent Ownership: 13%

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No limited partner of Nassau holds a ten percent or greater ownership interest in KMC Holdings under the Commission's ownership attribution rules. The general partner of Nassau is:

Name: Nassau Capital LLC  
Address: c/o Palmeri Fund Administrators  
16-00 Route 208 South  
Fair Lawn, NJ 07410  
Citizenship: US  
Principal Business: Investments  
Percent Ownership: 13% of Nassau

- (4) Name: Management Options owned by the following persons: Harold Kamine, William Lenahan, William Stewart and Roscoe C. Young, II

Address: 1545 Route 206, Suite 300  
Bedminster, NJ 07921  
Citizenship: US  
Principal Business: Telecommunications Executives  
Percent Ownership: 12%

No other entity holds a 10% or greater direct or indirect ownership interest in KMC Holdings.

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Please do not hesitate to contact the undersigned at (202) 955-9667 should you have any questions regarding the information provided herein. Please date-stamp the stamp-and-return copy upon receipt and return it to the courier.

Respectfully submitted,

  
Melissa S. Conway  
Counsel for Transferors

cc: Richard Cameron, Esq.  
Adam Kirschenbaum, FCC, WCB  
Tracey Wilson-Parker, FCC, WCB